

Ba Ria, May 9, 2025

**REGULATIONS
NOMINATION, CANDIDACY, AND ELECTION OF ADDITIONAL
MEMBERS OF THE BOARD OF SUPERVISORS
BA RIA THERMAL POWER JOINT STOCK COMPANY
at the 2025 Annual General Meeting of Shareholders**

**CHAPTER I
GENERAL PROVISIONS**

Article 1. Purpose, scope, and subjects of application

1. This Regulation is established to specifically stipulate the principles and methods for the nomination, candidacy, and election of members of the Board of Supervisors (BOS) of Ba Ria Thermal Power Joint Stock Company (BTP) at the 2025 General Meeting of Shareholders (GMS).

2. This Regulation applies to all shareholders holding BTP shares recorded as of the record date (April 01, 2025) and their valid authorized representatives.

Article 2. Rights and obligations of shareholders

1. Each shareholder or shareholder's representative attending the GMS meeting shall receive a ballot for the electing members of the Board of Supervisors, which clearly states the number of shares held by that shareholder or their authorized representative and the corresponding number of voting rights the shareholder is entitled to use for voting.

2. Obligations of shareholders when attending the General Meeting

- Comply with the election conditions and procedures stipulated in this Regulation and the guidance of the Election and Vote Counting Committee and the Presidium.

- Shareholders and shareholder representatives attending the General Meeting must complete the attendance registration procedures with the General Meeting Organizing Committee.

- Shareholders and shareholder representatives, upon receiving the ballot, must check the number of shares indicated on the ballot; if there are any errors, they must immediately inform the Organizing Committee at the time of receiving the ballot.



- Strictly comply with the election Regulation at the GMS meeting and respect the voting results at the General Meeting.

CHAPTER II

REGULATIONS ON NOMINATION AND CANDIDACY FOR MEMBERS OF THE BOARD OF SUPERVISORS

Article 3. Number and standards, conditions for candidates for the Board of Supervisors

1. The number of elected Supervisors is 02 Supervisors.
2. Standards and conditions for Supervisors:
 - Have full civil act capacity, not be subject to prohibition from establishing and managing enterprises as stipulated by the Law on Enterprises and the Company Charter (not subject to the provisions of Clause 2, Article 17 of the Law on Enterprises 2020).
 - Be trained in one of the following fields: economics, finance, accounting, auditing, law, business administration, or a field suitable for the enterprise's operating activities;
 - Not be a family of a Member of the Board of Directors, the General Director, and other managers of the Company.
 - Not be a manager of the Company, not necessarily a shareholder or employee of the company.
 - Other standards and conditions as stipulated by law and the Company Charter.

Article 4. Right to nominate and be a candidate for Member of the Board of Supervisors

1. Shareholders holding voting shares have the right to pool their voting rights to nominate candidates for the Board of Supervisors. The number of candidates that each group is entitled to nominate depends on the number of candidates decided by the General Meeting and the percentage of shares held by each group. Shareholders or groups of shareholders holding:
 - a. From 05% to less than 10% of the total voting shares are entitled to nominate one (01) candidate;
 - b. From 10% to less than 30% of the total voting shares are entitled to nominate a maximum of two (02) candidates;

c. From 30% to less than 40% of the total voting shares can nominate a maximum of three (03) candidates;

d. From 40% to less than 50% of the total voting shares can nominate a maximum of four (04) candidates;

e. From 50% to less than 60% of the total voting shares can nominate a maximum of five (05) candidates;

f. From 60% to less than 70% of the total voting shares can nominate a maximum of six (06) candidates;

g. From 70% to 80% of the total voting shares can nominate a maximum of seven (07) candidates;

h. From 80% to less than 90% of the total voting shares can nominate a maximum of eight (08) candidates.

2. In case the number of BOS candidates through nomination and self-nomination is still insufficient, the incumbent Board of Directors and Board of Supervisors may nominate additional candidates or organize nominations according to the mechanism stipulated by the Company in the Regulations on Corporate Governance. The procedure for the incumbent Board of Directors and Board of Supervisors to introduce BOS candidates must be clearly announced and approved by the General Meeting of Shareholders before proceeding with nominations in accordance with legal regulations.

3. The nomination of candidates for the position of Member of the Board of Supervisors must be made in writing and sent to the incumbent Board of Directors and Board of Supervisors.

4. In case the number of BOS candidates through nomination and self-nomination is still insufficient, the Board of Directors and Board of Supervisors may nominate additional candidates or organize nominations as stipulated in the Company's Charter and internal regulations. The mechanism for the incumbent Board of Directors and Board of Supervisors to nominate BOS candidates shall be clearly announced and approved by the General Meeting of Shareholders before proceeding with nominations.

Article 5. Application documents for self-nomination and nomination for election to the Board of Supervisors

1. The application documents for self-nomination and nomination of candidates for election to the Board of Supervisors includes:

a. Application for self-nomination or nomination of a candidate for election to the Board of Supervisors;

b. Candidate's resume (01 original copy) according to the form, with attached photo;

c. Valid copy of: ID card/Citizen Identity Card/.../Passport/Permanent residence registration (or long-term temporary residence registration); Degrees, diplomas, and certificates declared in the resume;

d. Power of attorney and/or Group meeting minutes (if the candidate is authorized by a group).

2. Nomination and self-nomination files must be sent to Ba Ria Thermal Power Joint Stock Company before May 26, 2025 at the following address:

- Address: Ba Ria Thermal Power Joint Stock Company, Huong Giang Quarter, Long Huong Ward, Ba Ria City - Ba Ria - Vung Tau Province, Vietnam.

- Phone: (+84 - 254) 2 212 811

- Fax: (+84 - 254) 3 825 985

3. In case the submitted documents is a fax or scan, the original copy must be resubmitted upon registration for attendance before the General Meeting begins.

CHAPTER III

ELECTION OF ADDITIONAL MEMBERS OF THE BOARD OF SUPERVISORS

Article 6. Selection of candidates

Based on the application for self-nomination and nomination from shareholders/groups of shareholders and the accompanying documents of the candidates, the General Meeting organizing committee will compile a list of candidates who meet the required conditions to be included in the list for election to the Board of Supervisors.

Article 7. Form and method of election

1. The election of Members of the Board of Supervisors of Ba Ria Thermal Power Joint Stock Company shall be conducted directly, by secret ballot at the General Meeting using the cumulative voting method.

2. The ballot shall clearly state the list of candidates arranged in alphabetical order (ABC); the number of shares owned/represented, the number of votes, and shall bear the hanging seal of the Organizing Committee.

3. Each shareholder has a total number of voting shares corresponding to the total number of shares owned (including shares owned and/or authorized) multiplied by the number of members to be elected of Member of the Board of Supervisors.

4. Shareholders have the right to cumulate all of their total voting rights for one candidate or divide their total votes among several candidates.

5. The total number of votes for candidates by a shareholder must not exceed the total permitted voting shares of that shareholder (equal to the number of shares multiplied by the number of members to be elected).

6. Election Method

Example:

- A shareholder who owns 10,000 shares will receive a ballot representing 10,000 shares.

- If the number of Member of the Board of Supervisors to be elected is 02, the total number of votes on the ballot is $10,000 \times 02 = 20,000$ votes;

- The voting method for the ballot representing 10,000 shares is as follows:

No.	Name	Nominated position	Number of votes (method 1)	Number of votes (method 2)	Number of votes (method 3)
1	Nguyen Van A	Member of the Board of Supervisors	10,000	15,000	20,000
2	Nguyen Thi B	Member of the Board of Supervisors	10,000	5,000	0
	Total		20,000	20,000	20,000

Article 8. Organization and Supervision of the Election

1. Election and Vote Counting Committee:

a. The organization and supervision of the election shall be carried out by the Election and Vote Counting Committee on behalf of the General Meeting in accordance with the provisions of this Regulation.

b. The Election and Vote Counting Committee consists of 01 Head and other members approved by vote by the General Meeting.

c. Members of the Election and Vote Counting Committee must not be persons whose names are on the nomination, candidacy list for Member of the Board of Supervisors or affiliated persons as stipulated in Clause 23, Article 4 of the Law on Enterprises 2020 of persons whose names are on the nomination and candidacy list for Member of the Board of Supervisors.

2. The Election and Vote Counting Committee must ensure integrity, objectivity, and information confidentiality regarding vote counting and the election.

3. The Election and Vote Counting Committee has the following responsibilities:

a. Prepare ballot boxes, disseminate the Regulation on nomination, candidacy, and election of Member of the Board of Supervisors, the list of candidates for electing Member of the Board of Supervisors, the voting procedure; guide on filling out ballots.

b. Guide shareholders to carry out the election of Member of the Board of Supervisors as stipulated in the Regulation on nomination, candidacy, and election of Member of the Board of Supervisors.

c. Supervise the voting by shareholders or representatives attending the General Meeting.

d. Compile the number of voting shares for each Content and report the results to the Presidium and the Secretariat.

e. Proceed with collecting ballots, counting votes, and reporting the election results of Board of Directors' members before the General Meeting.

Article 9. Ballots and Filling out Ballots

1. Ballots

a. Ballots are uniformly printed and issued by the Organizing Committee, with the seal of BTP; the total number of shares owned/authorized to represent, the total voting rights.

b. Shareholders or authorized representatives are issued ballots for Member of the Board of Supervisors (owned and authorized) immediately upon registering for the General Meeting.

c. Shareholders or authorized representatives, when issued a Ballot, must check the information recorded on the Ballot, If any errors, the shareholder must immediately notify the Election and Vote Counting Committee to exchange for another Ballot.

d. A ballot is valid when meeting the following conditions:

- The ballot is for candidates whose names are on the list and within the number of members to be elected approved by the General Meeting.

- The total number of votes is less than or equal to the total permitted voting shares of that shareholder (equal to the number of shares multiplied by the number of members to be elected).

- Does not fall under the case stipulated in Clause e of this Article.

e. A ballot is invalid when falling under one of the following cases:

- The ballot does not follow the prescribed form of Ba Ria Thermal Power Joint Stock Company, or does not have the seal of Ba Ria Thermal Power Joint Stock Company.

- The ballot has cross-outs, corrections, or additions to Content not following regulations (in case of *incorrect writing, a new ballot must be exchanged*).

- Ballots with additional names or incorrect names, not belonging to the list of candidates unanimously approved by the General Meeting of Shareholders before voting.
- Ballots where the total number of voting rights cast for candidates exceeds the total number of voting rights of that shareholder (including owned and authorized rights).
- Shareholders or authorized representatives who do not sign and clearly state their full name on the Ballot.
- Ballots that do not indicate the number of votes cast for any candidate.
- Ballots casting votes for more candidates than the required number to be elected.

2. Ballot filling instructions

- a. Shareholders/authorized representatives must personally write the number of votes cast for each candidate in the corresponding box on the ballot.
- b. When voting, shareholders shall write the number of votes for each candidate they choose to elect, *for candidates they do not choose to elect, shareholders shall write zero (0) in the "Number of votes" column on the Ballot.*
- c. The total number of votes cast for the candidates must not exceed the total number of votes corresponding to the number of shares owned and represented by the shareholder. In case of error, the shareholder shall report to the Election and Vote Counting Committee to request a replacement Ballot.
- d. In case of incorrect marking, the shareholder shall request the Election and Vote Counting Committee to exchange for another ballot.
- e. Shareholders/authorized representatives must sign and clearly state their full name below the ballot to confirm participation in the election.

Article 10. Voting and Vote Counting

1. Voting shall commence upon completion of ballot distribution and shall conclude when the last shareholder casts their ballot into the ballot box.
2. The Election and Vote Counting Committee shall inspect the ballot box in the presence of the shareholders.
3. Shareholders shall only cast their votes into the sealed ballot box supervised by the Election and Vote Counting Committee.
4. Vote counting must be conducted by the Election and Vote Counting Committee immediately after voting concludes; the Election and Vote Counting Committee shall not cross out or amend the Ballots.

Article 11. Principles for determining election results

1. Elected Members of the Board of Supervisors shall be determined by the number of votes cast, ranked from highest to lowest, starting from the candidate with

the highest number of votes until the number of members approved by the General Meeting is reached.

2. In case two or more candidates receive the same number of votes for the final Member of the Board of Supervisors position, the candidate who owns or represents ownership of more shares shall be selected. If the number of shares owned or represented is equal, or if all such candidates are not shareholders of BTP, a re-election shall be held among the candidates with the equal number of votes to make the selection.

3. If the required number of Members of the Board of Supervisors is not elected, the General Meeting shall proceed with a second round of voting among the remaining candidates.

4. If, after the second round of voting, the required number of members is still not met, the General Meeting shall vote for a third time or leave the Member of the Board of Supervisors position vacant and elect a replacement during the next General Meeting session, as decided by the Presidium.

Article 12. Preparation and announcement of the Vote Counting Minutes

1. After counting the votes, the Election and Vote Counting Committee must prepare the vote counting minutes.

2. Content of the vote counting minutes includes:

- a. Time and location of preparing the Vote Counting Minutes.
- b. Composition of the Election and Vote Counting Committee.
- c. Purpose and content of voting.

d. Total number of shareholders present and authorized representatives voting at the General Meeting; total number of votes cast in the election, distinguishing between valid votes and invalid votes; election results and the list of elected Board of Directors' members and Members of the Board of Supervisors, arranged in descending order of the number of votes received.

e. Signature of the members of the Election and Vote Counting Committee.

3. The full text of the Vote Counting Minutes must be announced before the General Meeting and recorded in the Meeting Minutes and the General Meeting Resolution.

Article 13. Right to Question

Shareholders/shareholder representatives have the right to question and complain about the election and vote counting. The Presidium and the Election and Vote Counting Committee are responsible for explaining and clarifying the questions of shareholders/shareholder representatives, and these shall be recorded in the General Meeting Minutes.

Article 14. Effectiveness of the Regulation

This Regulation takes effect after being approved by the General Meeting of Shareholders and only applies to the election of members of the Board of Supervisors at the 2025 Annual General Meeting of Shareholders of Ba Ria Thermal Power Joint Stock Company./.

**ON BEHALF OF THE BOARD OF
DIRECTORS
CHAIRMAN**



Nguyen Tien Dung

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